

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

HARVEY'S DISCOUNT STATIONERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

HARVEY'S DISCOUNT STATIONERS, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated October 30, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

OCT 30 8 46 AM '80
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
HARVEY'S DISCOUNT STATIONERS,
INC.

The undersigned persons in order to form a corporation pursuant to the Business Corporation Act of the State of Idaho, certify:

ARTICLE I.

The name of this Corporation is:

HARVEY'S DISCOUNT STATIONERS, INC.

ARTICLE II.

The period of existence and duration of the life of the Corporation shall be perpetual.

ARTICLE III.

The purposes and objects for which this Corporation are formed, and the general powers which this Corporation may exercise, are:

- (a) To carry on and conduct a general retail stationery business;
- (b) To transact any and all lawful business for which a corporation may be incorporated in the State of Idaho.

ARTICLE IV.

Section 1. This Corporation shall be authorized to issue one class of shares of capital stock to be designated "common stock".

The total number of shares of common stock which this Corporation shall be authorized to issue is 300 shares of no par value stock.

Section 2. The common stock of this Corporation shall be non-assessable; and the private property of the shareholders in this Corporation shall not be liable for the debts, obligations or liabilities of this Corporation.

ARTICLE V.

Section 1. The location and post office address of the registered office of this Corporation in the State of Idaho shall be 1960 Kimberly Road, Twin Falls, Idaho 83301, in the County of Twin Falls.

Section 2. The registered agent of this Corporation shall be Harvey Krieger.

ARTICLE VI.

Section 1. The number of directors constituting the initial Board of Directors shall be three.

Section 2. The names and addresses of each of the initial Directors are as follows:

| | |
|------------------|---|
| William N. Gault | 5738 Marconi Avenue Suite No. 12 Carmichael, California 95608 |
| Harvey Krieger | 305 Lucille Kimberly, Idaho 83341 |
| John W. Forsloff | 742 Rimview Twin Falls, Idaho 83301. |

ARTICLE VII.

The names and post office addresses of each of the incorporators of this Corporation and the number of shares of common stock subscribed by each of these incorporators are as follows:

| NAME | ADDRESS | SHARES SUBSCRIBED |
|------------------|--|----------------------|
| William N. Gault | 5738 Marconi Avenue Suite No. 12 Carmichael, California 95608 | One |
| Harvey Krieger | 305 Lucille Kimberly, Idaho 83341 | One |
| John W. Forsloff | 742 Rimview Twin Falls, Idaho 83301 | One. |

ARTICLE VIII.

Section 1. The activities and affairs of the Corporation shall be managed by a Board of Directors. The number of Directors which shall constitute the whole Board shall be as stated in Article VI or as altered from time to time by or in the manner provided in the By-Laws. The Board of Directors shall be elected by the members at the annual meeting of the Corporation to be held on such date as the By-Laws may provide, and shall hold office for such term as the By-Laws may provide or until their successors are respectively elected and qualified. The By-Laws shall specify the Board of Directors necessary to constitute a quorum. The Corporation or Board of Directors may elect such officers as the By-Laws may specify, who shall, subject to the provisions contained herein, have such titles and exercise such duties as the By-Laws may provide. The Board of Directors is expressly authorized to make, alter, amend or repeal the By-Laws of this Corporation. The officers of the Corporation shall comprise the Executive Committee, which, to the extent provided in the By-Laws, shall have and exercise the authority of the Board of Directors in the management of the business of the Corporation. The By-Laws shall specify the number of members of this Corporation necessary to constitute a quorum at any regular or special meeting.

Section 2. A member of the Board of Directors of this

Corporation or an officer of this Corporation shall not be required to be a holder of any of the shares of common stock of this Corporation.

ARTICLE IX.

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by statutes, and all rights conferred upon members herein are granted subject to this reservation.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation this 28th day of October, 1980.

William N. Gault
WILLIAM N. GAULT
Harvey Krieger
HARVEY KRIEGER
John W. Forsloff
JOHN W. FORSLOFF

STATE OF IDAHO)
County of Twin Falls) ss:

On this 28th day of October, 1980, before me, a Notary Public in and for said State, personally appeared WILLIAM N. GAULT, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

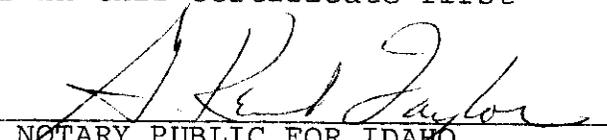
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

A Kent Taylor
NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls

STATE OF IDAHO)
County of Twin Falls) ss:
)

On this 28th day of October, 1980, before me, a Notary Public in and for said State, personally appeared HARVEY KRIEGER, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

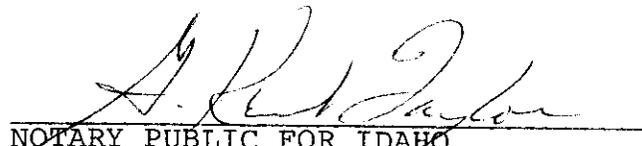
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls

STATE OF IDAHO)
County of Twin Falls) ss:
)

On this 28th day of October, 1980, before me, a Notary Public in and for said State, personally appeared JOHN W. FORSLOFF, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls